SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL OMB Number: 3235-0104

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Addro Liquidmetal | 2. Date of Event Requiring Statement (Month/Day/Year) 03/10/2016 3. Issuer Name and Ticker or Trading Symbol LIQUIDMETAL TECHNOLOGIES INC [LQMT] | | | | | | | | | |
|--|--|---|--------------------|---|-----------------|---|-------------------------|--|---|--|
| (Last) 8 FLEMING R | (First) (Middle) | | | 4. Relationship of Reporting Person (Check all applicable) Director X | | on(s) to Issuer 10% Owner | | 5. If Amendment, Date of Original Filed (Month/Day/Year) | | |
| ROOM 906, TAI TUNG BUILDING | | | | Officer (give title below) | Othe belov | r (specify w) | Applic | able Line) | Group Filing (Check | |
| (Street) WANCHAI | K3 999077 | | | | | | X | , | One Reporting Person More than One rson | |
| (City) | (State) (Zip) | | | | | | | | | |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | | | | | |
| 1. Title of Security (Instr. 4) | | | | 2. Amount of Securities Beneficially Owned (Instr. 4) | Form: or Ind | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | | 4. Nature of Indirect Beneficial Ownership (Instr. 5) | | |
| Common Stock, \$0.001 par value per share | | | | 105,000,000 | | D | | | | |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | |
| Expiration (Month/Da | | 2. Date Exerce Expiration Day/ (Month/Day/) | ate | 3. Title and Amount of Securit Derivative Security (Instr. 4) | ies Under | | onversion r Exercise | 5. Ownership Form: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | |
| | | Date Exercisable | Expiration Date | Title | | mount or Deriva umber of Securi hares | | Direct (D) or Indirect (I) (Instr. 5) | | |
| Common Stock | Purchase Warrant | 03/10/2016 | 03/10/2026 | Common Stock, Par Value \$0.001 | 10,066, | 10,066,809(1) | | D | | |

Explanation of Responses:

1. 2,609,913 of the underlying shares of common stock vested as of March 10, 2016. The remaining shares will vest upon the completion of certain additional private financings by Liquidmetal Technology Limited, or a permitted assignee thereof, anticipated to occur within the next 120 days.

| Stephem M. Fleming, as | |
|------------------------|--|
| Attorney-in-Fact for | |
| Liquidmetal Technology | |
| Limited | |

03/17/2016

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.